



## Board Matters

The Nominet Board has now reverted to its normal meeting cadence of meeting every two months. However, a short additional meeting was held in December to consider progress in relation to the sale of CyGlass.

This is the report from the November and December 2021 Board meetings.

### Strategic Items

**CyGlass** – the Board reviewed the short list of interested parties engaged in the sale process for CyGlass and agreed the next steps to enable the process to move to the next phase. As this is a commercially sensitive matter further information will be made available when appropriate.

**.UK Commercial Support for Registrars** – the Board reviewed a paper outlining the commercial support provided to our channel including co-marketing funds, promotions and inclusion in the domain spinner. The Board approved a recommendation that in the interests of greater transparency further information relating to our co-marketing programme would be made available to members.

**Public Benefit PDNS for Education** – the Board approved a recommendation to continue discussions with government partners for a new PDNS opportunity that has the potential to deliver greater cyber protection to a range of stakeholders in the education sector.

**Performance and Finance** – the Board reviewed the regular finance and performance reports for the period ending in October 2021.

### Governance Items

**Annual General Meeting** – Nominet's Annual General Meeting took place virtually on the 18<sup>th</sup> November 2021, a recording of the event is available on the Member Hub.

**Chief Executive Officer (CEO)** – on the 18<sup>th</sup> November the company announced that Paul Fletcher will be joining as Nominet's CEO in February 2022 and will be appointed to the Board as an Executive Director.

**Non-Executive Directors** – Ashley La Bolle and Simon Blackler were elected by members to serve on the Board for a period of three years from the date of the AGM 2021 until AGM 2024. David Thornton stands down from the Board having served two terms commencing on the 3<sup>rd</sup> June 2015; James Bladel stands down having served one term commencing on the 19<sup>th</sup> July 2018.

**Board committees** – the Board approved the formation of a new Public Benefit Board sub-Committee to provide oversight of Nominet's range of public benefit activities. In addition to members of the Board, the Committee will also consist of both an external independent adviser and a Nominet member with relevant expertise, skills and experience.

At its meeting on the 29<sup>th</sup> November, the Audit & Governance Committee undertook a review of its terms of reference and put forward a series of recommended changes for Board approval.

The new terms of reference for both committees will be made available on the website in the near future.

The Investment Committee met on the 29<sup>th</sup> November to receive a periodic update from the investment fund managers Quilter Cheviot regarding market performance and trend analysis.

**Committee Membership** – following the changes in board composition, the following committee appointments were made:

- Andy Green was appointed as Chair of the newly formed Public Benefit Committee.
- Ashley La Bolle was appointed to the Renumeration Committee and the Audit and Governance Committee.
- Simon Blackler was appointed to the Nominations Committee and the Public Benefit Committee.
- Eva Lindqvist was appointed to the Public Benefit Committee
- Rob Binns stepped down from the Nominations Committee.

**Code of Conduct Committee** – on the 9<sup>th</sup> December we published a call for interest for a member representative to sit on the Code of Conduct Committee. The deadline for applications is the 22<sup>nd</sup> December 2021. Further details can be found in the Member Hub. If you have any questions regarding the role or the application process, please contact [companysecretary@nominet.uk](mailto:companysecretary@nominet.uk).

**.UK Registry Advisory Council (UKRAC)** – the UKRAC put forward a recommendation to the Board regarding a change to its terms of reference which would allow the council to elect its Chair from one of their own number rather than the automatic appointment of an elected NED from the Nominet Board. The Board approved this request and asked the UKRAC to consider a revision that would require the UKRAC quorum to include the elected NED member. The next UKRAC meeting is scheduled for the 14<sup>th</sup> January 2022.

## Membership Engagement Opportunities

### Member Engagement events update

| Date   | Event  |
|--|--|
| 30 <sup>th</sup> September   | UKIGF overview   |
| 6 <sup>th</sup> October  | Registry Systems webinar with Barbara Bellis, Head of Business Systems |
| 7 <sup>th</sup> October  | Strategic reviews interim report by the Chair                          |
| 20 <sup>th</sup> October   | NED candidate video recording and publication                          |
| 21 <sup>st</sup> October   | Members' call with Chair and Interim CEO                               |
| 25 <sup>th</sup> October   | Savanta listening exercise final report to Members'                    |
| 1 <sup>st</sup> – 12 <sup>th</sup> November  | AGM outreach campaign – CSD mainly and supported by Member Engagement  |
| 9 <sup>th</sup> November   | Meet the NED candidates live hustings event                            |
| 18 <sup>th</sup> November  | AGM  |
| The membership engagement team are now building a schedule of events for 2022 and will publish in due course |  |

### Member GiveHub update

Rex Wickham was successful in applying for £8,277 for Caius House, which is a community hub in Battersea, providing stigma-free, open-access for 8 to 21 year olds alongside targeted programmes. They are located in an area with high levels of income deprivation with almost 50% of the centre's regular users coming from lone parent families and 75% from a BAME background. The funds will be going towards digital equipment.

Dan Rodgers of Domain Registrar Services Ltd made a successful application for £10K on behalf of The Calm Trust who support children and families associated with the treatment of cancer or leukaemia. Funds will be used to primarily to provide devices, such as tablets or laptops to



children who are currently isolated at home, undergoing treatment in hospital or otherwise disadvantaged due to their current or recent illness.

Emrys Green of Cloud Artisans Ltd was successful in applying for £10k on behalf of the National Association of Youth Theatres. This is a national charity that provides support services to youth theatres across England and Wales. They are a volunteer led organisation. This funding will help them modernise their website and streamline administration in order to better support their members and the wider sector.